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Attorneys for Defendant
VITAMIN SHOPPE INDUSTRIES INC.

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA, OAKLAND DIVISION

GRADY JACKSON and KELLEY
ALEXANDER, in their representative capacity
pursuant to Cal. Bus. & Prof. Code §§17203,
17535 and Cal. Code Civ. Pro. §§ 382, 1021.5,

Plaintiffs,

vs.

BALANCED HEALTH PRODUCTS, INC., a
Delaware Corporation, NIKKI HASKELL, an
individual, GENERAL NUTRITION
CORPORATION, a Pennsylvania Corporation,
GENERAL NUTRITION CENTERS, INC., a
Pennsylvania Corporation; GREAT EARTH
COMPANIES INC., a Delaware Corporation;
VITAMIN SHOPPE INDUSTRIES, Inc. a New
York Corporation; and, DOES 1-50, inclusive,

Defendants.

Case No. C 08-05584-CW

**STIPULATION AND ORDER TO
EXTEND TIME FOR DEFENDANTS TO
RESPOND TO SECOND AMENDED
COMPLAINT**

IT IS HEREBY STIPULATED AND AGREED by and between Plaintiffs Grady Jackson and Kelley Alexander (“Plaintiffs”) and Defendants Balanced Health Products, Inc. (“BHP”), Nikki Haskell, General Nutrition Corporation, General Nutrition Centers, Inc. (collectively, “GNC”), and Vitamin Shoppe Industries Inc. (“VS”) (collectively, “Defendants”), through their respective counsel, as follows:

1. In its June 10, 2009 Order Granting In Part Defendants’ Motions To Dismiss,

the Court ordered Defendants BHP, GNC, and VS to answer Plaintiffs' complaint with respect to the first through fourth causes of action by July 10, 2009.

2. On June 30, 2009, Plaintiffs filed a Second Amended Complaint.

3. On July 2, David Gernsbacher, counsel for Defendants BHP and Nikki Haskell, underwent surgery.

4. In light of Mr. Gernsbacher's surgery and the filing of the Second Amended Complaint, the Parties have stipulated and respectfully request that the Court extend the time for all Defendants to respond to the Second Amended Complaint by one week, to July 17, 2009.

5. The requested extension will not affect any other dates in this case.

Dated: July 8, 2009

PINNACLE LAW GROUP, LLP

HOLME ROBERTS & OWEN LLP

By: /s/ Andrew August
Andrew A. August
Attorneys for Plaintiffs
GRADY JACKSON and KELLEY
ALEXANDER

By: /s/ Roger Myers
Roger R. Myers
Adam Brezine
Attorneys for Defendant
VITAMIN SHOPPE INDUSTRIES INC.

LAW OFFICES OF DAVID L. GERNSBACHER

MCGUIRE WOODS LLP

By: /s/ David Gernsbacher
David Gernsbacher
Attorney for Defendants
BALANCED HEALTH PRODUCTS, INC.
and NIKKI HASKELL

By: /s/ Sidney Kanazawa
Sidney K. Kanazawa
Attorneys for Defendants
GENERAL NUTRITION
CORPORATION and GENERAL
NUTRITION CENTERS, INC.

PURSUANT TO STIPULATION, IT IS SO ORDERED:



United States District Judge

7/21/09

Dated: _____

ATTESTATION OF CONCURRENCE IN FILING

Pursuant to N.D. Cal. General Order No. 45, section 45 X(B), Roger Myers hereby attests that concurrence in the filing of this stipulation and proposed order has been obtained from Counsel for the non-filing parties.

HOLME ROBERTS & OWEN LLP

By: /s/ Roger Myers
Roger Myers

Attorneys for Vitamin Shoppe Industries Inc.